

**WRITTEN CONSENT OF THE MANAGER  
OF WC 4811 SOUTH CONGRESS, LLC**

October 5, 2020

Pursuant to and in accordance with the Limited Liability Company Agreement of WC 4811 South Congress, LLC (the “*Company*”) dated February 20, 2017 (the “*Company Agreement*”)<sup>1</sup>, the undersigned President of WC World Class Holdings III, LLC (the “*Manager*”) of the Company, hereby adopts the following resolutions as of the date first written above:

**WHEREAS**, the following resolutions are being adopted by the Manager in the name and on behalf of the Company, acting (i) in its own capacity, and (ii) as an officer of the Company (such capacities being referred to herein as the “*Applicable Capacities*”); and

**WHEREAS**, Section 9 of the Company Agreement provides that the business affairs of the Company shall be managed under the direction of the Manager in the ordinary course of business; and

**WHEREAS**, it is desirable and in the best interest of the Company, its creditors, its equity holders, and other interested parties, that a petition (the “*Petition*”) be filed seeking relief under the provisions of Chapter 11 of Title 11, United States Code (the “*Bankruptcy Code*”) in which the authority to operate as a debtor-in-possession will be sought.

**NOW THEREFORE, IT IS HEREBY RESOLVED**, that the Manager finds that the execution, delivery, and filing of the Petition is necessary and convenient to the conduct, promotion, and attainment of the business and purpose of the Company and that the execution, delivery, and filing of the Petition, is reasonably expected to directly and indirectly benefit the Company and is in the best interest of the Company; and it is further

**RESOLVED**, that in the judgment of the Manager, it is desirable and in the best interest of the Company, its creditors, its equity holders, and other interested parties, that the Petition be filed seeking relief under the provisions of Chapter 11 of the Bankruptcy Code in which the authority to operate as a debtor-in-possession will be sought, and the filing of the Petition is authorized hereby, and the Company shall initiate a case and proceedings; and it is further

**RESOLVED**, that the Manager and any duly elected and appointed officers of the Company (collectively, the “*Authorized Persons*” and each an “*Authorized Person*”) be, and hereby are, authorized and directed, for and on behalf of the Company, to execute and verify the Petition in the name of the Company under Chapter 11 of the Bankruptcy Code and cause the same to be filed in the United States Bankruptcy Court for the Western District of Texas, in their Applicable Capacities, and without necessity for joinder or consent of any other person, with such

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<sup>1</sup> All capitalized terms used herein and not otherwise defined shall have the same meaning as ascribed to them in the Company Agreement.

changes therein as such Authorized Person executing the same shall approve, such approval to be evidenced conclusively by his or her execution and delivery of the Petition; and it is further

**RESOLVED**, that the Authorized Persons, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds that such Authorized Person deems necessary, appropriate, or desirable in connection with the Company's chapter 11 case (the "**Chapter 11 Case**") or the chapter 11 filings, including, without limitation, (i) the payment of fees, expenses, and taxes such Authorized Person deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing, and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates, and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard); and it is further

**RESOLVED**, that the Authorized Person is hereby authorized to give, make, sign, execute and deliver any agreements, letters, notices, certificates, acknowledgements, receipts, authorizations, instructions, releases, waivers, proxies, appointments of agents for service of process and other documents (whether of a like nature or not) (collectively, "**Ancillary Documents**") as may in the sole opinion and absolute discretion of any Authorized Person be considered necessary or desirable for the purpose of giving effect to, consummating, completing, or procuring the performance and completion of the transactions contemplated by the foregoing resolutions, and to do all such acts and things and to agree to all fees, as might in the sole opinion and absolute discretion of any Authorized Person be necessary or desirable for the purposes aforesaid; and it is further

**RESOLVED**, the Ancillary Documents be in such form as any Authorized Person shall in such Authorized Person's absolute discretion and sole opinion approve, the signature of such Authorized Person on any of the Ancillary Documents being due evidence for all purposes of such Authorized Person's approval of the terms thereof on behalf of the Company; and it is further

**RESOLVED**, that any and all past actions heretofore taken by any Authorized Person or any partner of the Company in the name and on behalf of the Company in furtherance of any or all of the foregoing resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and it is further

**RESOLVED**, that any or all of the foregoing resolutions may be executed in any number of counterparts, and transmitted by facsimile or in portable document format (.pdf), each of which when executed shall have the same force and effect as an original instrument, and all of which shall together constitute one and the same instrument.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the undersigned has executed this Consent, effective as of the date first written above.

**MANAGER:**

WORLD CLASS HOLDINGS III, LLC,  
a Delaware limited liability company

By: \_\_\_\_\_

Name: Natin Paul

Title: President